

**Legal Services Corporation
Meeting of the Board of Directors
Open Session
Sunday, April 15, 2012 – Monday, April 16, 2012**

DRAFT MINUTES

Chairman John G. Levi convened an *open session* meeting of the Legal Services Corporation's ("LSC") Board of Directors ("the Board") at 3:00 p.m. on Sunday, April 15, 2012, which recessed and then resumed at 3:55 p.m. on Monday, April 16, 2012. The meeting was held at the F. William McCalpin Conference Center, Legal Services Corporation Headquarters, 3333 K Street, NW, Washington, DC 20007.

The following Board members were in attendance on Sunday, April 15, 2012:

John G. Levi, Chairman
Martha L. Minow, Vice Chair
Sharon L. Browne
Robert J. Grey, Jr.
Laurie I. Mikva
Harry J.F. Korrell, III (by telephone)
Julie A. Reiskin
Gloria Valencia-Weber
James J. Sandman, *ex officio*

Also attending on Sunday, April 15, 2012:

Richard Sloane	Chief of Staff and Special Assistant to the President
Rebecca Fertig	Special Assistant to the President
Kathleen McNamara	Executive Assistant to the President
Victor Fortuno	Vice President for Legal Affairs, General Counsel and Corporate Secretary
Mattie Cohan	Senior Assistant General Counsel, Office of Legal Affairs (OLA)
Katherine Ward	Executive Assistant, OLA
David Richardson	Comptroller and Treasurer
Jeffrey Schanz	Inspector General
Laurie Tarantowicz	Assistant Inspector General and Legal Counsel, Office of the Inspector General (OIG)
David Maddox	Assistant Inspector General for Management and Evaluation, OIG
Carol Bergman	Director, Office of Government Relations and Public Affairs (GRPA)

Carl Rauscher	Director of Media Relations, GRPA
Elizabeth Arledge	Communications Manager, GRPA
Treefa Aziz	Government Affairs Representative, GRPA
Janet LaBella	Director, Office of Program Performance (OPP)
Traci Higgins	Director, Office of Human Resources (OHR)
Will Carlin	Strategic Plan Consultant, VShift
Al Collins	Strategic Plan Consultant, VShift
Robert Henley, Jr.	Non-Director Member of the Finance Committee
Thomas Smegal	Friends of LSC and Non-Director Member of the LSC Institutional Advancement Committee
John Constance	Former Director, GRPA
Chuck Greenfield	National Legal Aid and Defender Association (NLADA)
Robert Stein	American Bar Association's Standing Committee on Legal Aid and Indigent Defendants (SCLAID)
Terry Brooks	American Bar Association (ABA)
Julie Strandlie	ABA
Anne Carmichael	ABA

The following Board members were in attendance on Monday, April 16, 2012:

John G. Levi, Chairman
 Martha L. Minow, Vice Chair
 Sharon L. Browne
 Robert J. Grey, Jr.
 Victor B. Maddox
 Laurie I. Mikva
 Harry J.F. Korrell, III
 Julie A. Reiskin
 Gloria Valencia-Weber
 James J. Sandman, *ex officio*

Also attending on Monday, April 16, 2012:

Richard Sloane	Chief of Staff and Special Assistant to the President
Rebecca Fertig	Special Assistant to the President
Kathleen McNamara	Executive Assistant to the President
Victor Fortuno	Vice President for Legal Affairs, General Counsel and Corporate Secretary
Mark Freedman	Senior Assistant General Counsel, OLA
Mattie Cohan	Senior Assistant General Counsel, Office of Legal Affairs (OLA)
David Richardson	Comptroller and Treasurer
Jeffrey Schanz	Inspector General
Ronald "Dutch" Merryman	Assistant Inspector General for Audit, OIG
Laurie Tarantowicz	Assistant Inspector General and Legal Counsel, Office of the Inspector General (OIG)
David Maddox	Assistant Inspector General for Management and Evaluation, OIG

Daniel Sheahan	Program Evaluation Analyst, OIG
Magali Khalkho	Resource Management Specialist, OIG
Carol Bergman	Director, Office of Government Relations and Public Affairs (GRPA)
Carl Rauscher	Director of Media Relations, GRPA
Elizabeth Arledge	Communications Manager, GRPA
Treefa Aziz	Government Affairs Representative, GRPA
Lora Rath	Acting Director, Office of Compliance and Enforcement (OCE)
Janet LaBella	Director, Office of Program Performance (OPP)
Reginald Haley	Program Analyst, OPP
John Meyer	Director, Office of Information Management (OIM)
Jane Ribadeneyra	Program Analyst, OPP
Eric Jones	Network/System Engineer, Office of Information Technology (OIT)
LaVon Smith	Network/System Engineer, OIT
John Constance	Former Director, GRPA
Frank Strickland	Former LSC Board Chairman and Non-Director Member of the LSC Institutional Advancement Committee
Robert Henley, Jr.	Non-Director Member of the LSC Audit Committee
Chuck Greenfield	National Legal Aid and Defender Association (NLADA)
Terry Brooks	American Bar Association (ABA)
Anne Carmichael	American Bar Association's Standing Committee on Legal Aid and Indigent Defendants (SCLAID)
Lisa Wood	SCLAID

The following summarizes actions taken by, and presentations made to, the Board:

On Sunday, April 15, 2012, at 3:00 p.m., Chairman Levi called the *open session* meeting to order. The Pledge of Allegiance was recited.

MOTION

Dean Minow moved to approve the agenda. Ms. Browne seconded the motion.

VOTE

The motion passed by voice vote of the Board members.

Chairman Levi introduced Mr. Carlin and Mr. Collins, LSC's contracted strategic planning consultants from VShift. Mr. Carlin and Mr. Collins provided a brief background of the strategic planning work they have performed in the past year, and they presented a draft

strategic plan for the Board's consideration. The Board members shared their observations on the draft and suggested several edits. Chairman Levi noted that the next step will be to incorporate the Board members' comments and edits into the draft and have it circulated for consideration prior to holding a Board telephonic meeting in May.

MOTION

Ms. Reiskin moved to recess the Board meeting until the following afternoon. Dean Minow seconded the motion.

VOTE

The motion passed by voice vote.

The *open session* meeting recessed at 3:37 p.m.

On Monday, April 16, 2012, at 3:55 p.m., Chairman Levi resumed the *open session* Board meeting.

Upon approval of the Board's annual meeting minutes, Ms. Reiskin suggested that the minutes be amended to reflect the LSC President's positive evaluation by the Governance and Performance Review Committee.

MOTION

Father Pius moved to approve the minutes of the Board's January 21, 2012 meeting, as amended by Ms. Reiskin. Dean Minow seconded the motion.

VOTE

The motion passed by voice vote.

Chairman Levi gave the Chairman's Report. LSC President, Jim Sandman, gave the President's Report, and Inspector General, Jeffrey Schanz, gave the Inspector General's Report.

Ms. Mikva gave the report of the Promotion and Provision for the Delivery of Legal Services Committee, and she was followed by Mr. Grey who presented the report of the Finance Committee.

MOTION

Mr. Grey moved for the Board to adopt a resolution revising the consolidated operating budget for fiscal year 2012, as amended by Ms. Browne.

VOTE

The motion passed by voice vote.

Mr. Maddox gave the report of the Audit Committee, and he was followed by Mr. Keckler who presented the report of the Operations and Regulations Committee.

MOTION

Mr. Keckler moved the Board's adoption of a resolution establishing a policy on required Board notice and approval of certain LSC promulgations.

VOTE

The motion passed by voice vote.

MOTION

Father Pius moved to table and remand back to the Operations and Regulations Committee the issue of possible amendment of LSC's regulation on subgrants, 45 CFR Part 1627. Dean Minow seconded the motion.

VOTE

The motion passed by voice vote.

Dean Minow gave the report of the Governance and Performance Review Committee, and Chairman Levi gave the report of the Institutional Advancement Committee.

MOTION

Ms. Reiskin moved that the Board adopt a resolution designating Richard Sloane as the new Ethics Officer for the Corporation, but not for the Office of Inspector General. Dean Minow seconded the motion.

VOTE

The motion passed by voice vote.

There was no new business to consider and no public comment.

MOTION

Father Pius moved that the meeting close for executive session. Dean Minow seconded the motion.

VOTE

The motion passed by voice vote.

The *open session* meeting of the Board adjourned into *closed session* at 5:05 p.m.